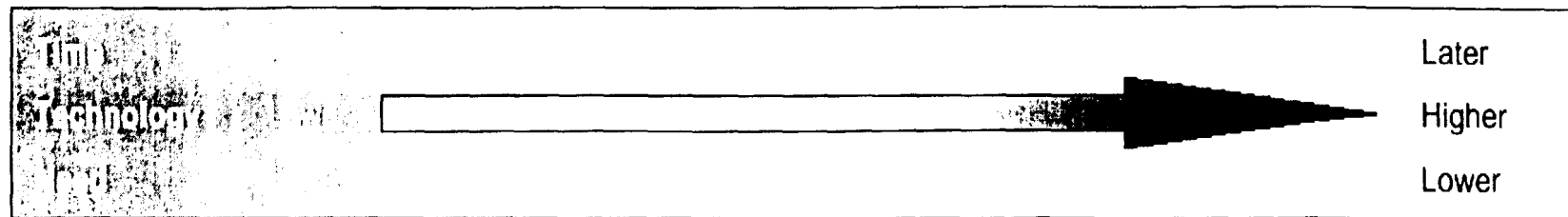


EXHIBIT A

Exhibit A: The Online Car – Potential Service Offering



Safety	Security	Productivity	Convenience	Entertainment
<ul style="list-style-type: none"> • Emergency connect • Airbag notification 	<ul style="list-style-type: none"> • Stolen vehicle tracking • Remote door unlock • Vehicle alert • Roadside assistance 	<ul style="list-style-type: none"> • Routing support • Phone / fax • E-mail / Voice-mail • Custom news / weather • Remote diagnostics / telemetry 	<ul style="list-style-type: none"> • Travel reservations • Food and lodging information • Concierge service • Interactive shopping • Targeted advertising and promotion 	<ul style="list-style-type: none"> • CD Radio Passengers only! • Streaming Web video • Video on demand • Online games

Source: GS Research estimates.

Call flow

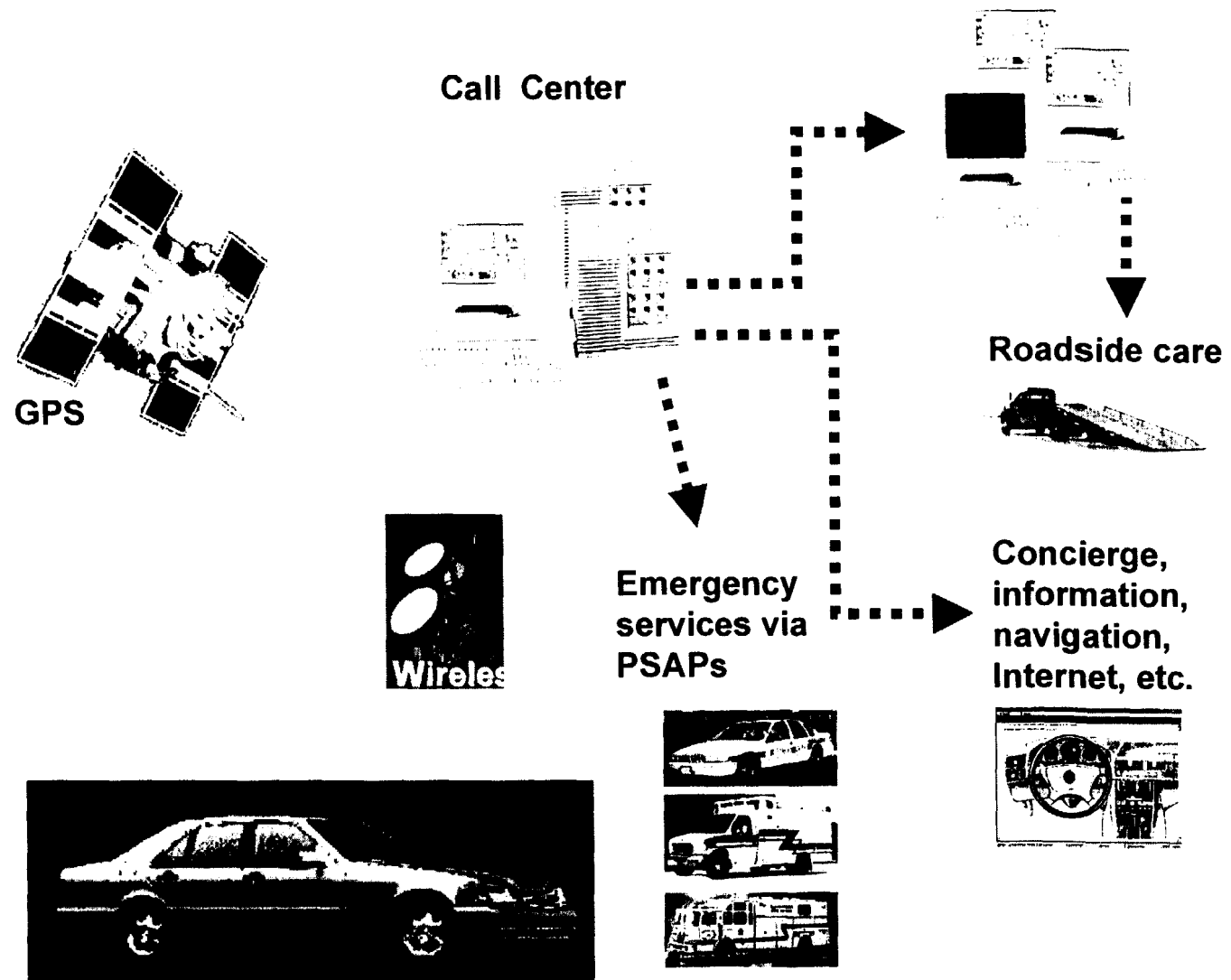


EXHIBIT B



Robert L. Darbelnet
AAA President and CEO
Transportation Research Board Panel Discussion
What Do Users Really Want from Intelligent Transportation Systems?
Washington, D.C.
January 8, 2001

Telematics and Consumer Choice

Good afternoon.

Rick (Weiland). Fellow panelists. Distinguished audience. Members of the media. I appreciate the opportunity to be here with you today.

The panel's topic -- ***What Do Users Really Want from Intelligent Transportation Systems?*** -- is of genuine interest to AAA.

With 44 million members, we pay close attention to what motorists and travelers want.

It's a pleasure to share some observations with you.

I will focus on telematics. As a consequence, my remarks relate primarily to what motorists want. Primarily ... but not exclusively ... for certain telematic functions also may be of interest to travelers outside of their automobile.

Indeed, it would be a mistake to assume that motorists will never want to take the device with them when they exit the vehicle.

But back to the vehicle, I believe we all agree that telematics will impact how drivers and passengers interface with vehicle systems and functions, and what they do while in their automobile.

Let's start with a list of things telematics will enable.

Some of the functions on our list relate to the actual use of the vehicle. For example:

- emergency and safety features such as summoning emergency road service;
- automatic notification of authorities in the event of an accident;
- stolen vehicle tracking;
- remote diagnostics of key powertrain functions, like the engine;
- traffic and navigation information, including dynamic navigation; and
- intelligent driving features (such as braking) initiated by the Global Positioning System.

Other items on the list have more to do with making good use of the time one spends in a vehicle. For example, consider:

- mobile office features like e-mail, Internet access and telephone;
- mobile shopping, travel planning and banking features; and
- audio, TV/video and computer games.

Now why is the industry going to such lengths to make all these options available ? You have only to consider how much time you spend in your car.

Recent transportation studies have established that time spent in vehicles in the U.S. -- as both driver and passenger -- total some 540 hours per year.

This equates to about nine percent of available daytime, compared with 40 percent at the workplace.

35 percent at home.

And 12 percent in shopping and recreation.

The high interest in mobile services is the logical consequence of the extensive time consumers spend behind the wheel.

We are assuming that many consumers want the same computing flexibility in their vehicles that they already have in the office and at home.

To address these needs, auto manufacturers are spending millions of dollars to provide a full portfolio of technologies.

However, rather than focus on which particular functions consumers will prefer, let's consider some of their broad expectations relative to all functions.

At the top of the list, and in fact a threshold expectation, is PRICE. Affordability will be an important factor. Until that expectation is met, most consumers will be not be signing up -- no matter how slick the technology may be.

Since 1997, telematic equipment and services have been available on some cars. Initially, high equipment and service costs limited the technology to the luxury car market.

Rapid declines in both equipment and service prices have brought telematics -- primarily safety and security, vehicle location and navigation information products -- into mid-priced automobiles.

As a result, one recent industry report indicates that a quarter of new cars produced in the year 2000 had the technology as an optional or standard feature.

The same report also predicts automotive telematic subscribers in the U.S. will grow from about 820,000 today to more than 11 million by 2004, just over ten percent of the registered passenger cars in this country.

Prices are declining. But, as I said, consumers will seek further cost reductions before they widely adopt the technology.

Next on the list of expectations is FLEXIBILITY. Consumers are going to want the flexibility to buy or lease the hardware they select, and they are also going to want to be able to upgrade it easily.

This is driven in part by anticipated improvements in telematic hardware and services. Consider the evolution of the cell phone and the dynamics of personal computers.

Consumers expect change and are not going to be satisfied if they are tied to outmoded equipment. This is one reason why portability will probably win out over permanently mounted units that are hard-wired to the vehicle. Ideally, however, portable devices will need to interface with the vehicle bus to allow maximum functionality.

Understandably, consumers will seek access to the latest product advancements and are going to want to easily trade up, add onto or change out their equipment, without incurring major expenses or penalties. All of that spells FLEXIBILITY.

And throughout these transitions, which that flexibility will allow, consumers will expect a strong technical support network to address software issues or resolve connectivity and interoperability challenges.

A third expectation is PRIVACY. Consumers will want to be able to limit which providers have access to their demographic and personal information.

The thought that telematic providers can track their every movement will not sit well with all consumers. At the very least, they will want assurances that this information is in the hands of an organization they trust.

We believe protecting personal privacy and confidentiality will be major considerations.

The fourth expectation on our list may well be the most important. Its importance stems not so much from its nature, but because it may well be the industry's blind spot.

Consumers will want the FREEDOM TO CHOOSE THEIR SERVICE PROVIDER ... the freedom to select who fulfills their various requests.

They will want to choose who responds to them during emergencies and how operators or call center staff manage those calls.

When it comes to service, consumers may want to remain with a provider they already use or to go with another provider that offers newer and better applications.

It is through this "freedom to choose" that consumers will ensure that the end service meets their needs and expectations. They've been conditioned by the World Wide Web to expect this freedom and flexibility.

Consequently, automakers and other equipment providers will need to consider how telematic devices are marketed, supported and configured to achieve maximum flexibility, while offering consumers what they want.

The point is that auto manufacturers, makers of telematic devices, service providers and the various industry standards-setting bodies must work in concert to ensure consumers have a full range of choices available to them at a fair price.

Recent history has shown that limiting consumer choice, especially when it involves telecommunications technology, is unacceptable in the eyes of regulators and consumer groups.

Such behavior precludes access to the full range of information available, stifles competition, slows product development and keeps prices artificially high.

Those are among the reasons the federal courts broke up AT&T in 1984.

That decision in favor of consumer choice and open access resulted in greater competition in the long distance market.

As a result, rates today are two-thirds lower than they were then, and consumers have a wide selection of products and options.

Just over four years ago, in the Telecommunications Act of 1996, Congress established the framework to bring these same benefits of competition to local phone service and to wireless.

And because information from the World Wide Web travels unfettered over phone lines, consumers have competitive choice in their selection of Internet Service Providers.

Consumers recently won another victory involving impediments to choice in the broadband cable industry.

By attempting to control broadband use, cable operators sought to manage almost all facets of access: the local transmission network, the Internet Service Provider, the portal and even the Internet backbone. Basically, consumers were being offered a "take it or leave it" package.

It has been a consistent policy in this country for more than 30 years to give consumers greater choice in their telecommunications services. Not less.

The closed proprietary network established by the cable providers differed dramatically from the open, non-discriminatory access available in other telecommunications technologies.

Consumer groups, Internet Service Providers, content providers, long-distance providers and regional phone companies all agreed that cable operators should not be allowed to control broadband networks.

These groups believed that cable monopoly threatened the fundamental openness of the Internet.

On December 14, 2000, the Federal Trade Commission ruled that broadband cable subscribers should have the right to access the Internet without forfeiting the right to select their service provider or source of content.

This was an extremely important decision ... one that telematic equipment providers should recognize as a clear signal that open access is a fundamental consumer right.

Whether automotive, banking, travel or security related, the choice of provider ultimately must rest with the end user. It should not be dictated by the provider of the hardware.

In summary, let me respond again to the question being addressed by this panel: What do users really want from Intelligent Transportation Systems?

First, they should have fair prices, with the option to lease or purchase equipment.

Second, they should have the flexibility to upgrade hardware or choose service providers and receive solid technical support throughout that process.

Third, consumers must control how providers use data gleaned from them. Privacy must be protected.

And fourth, consumers must be able to choose who will respond when they press the button.

- The same way they pick their long distance carrier regardless of what phone they bought.
- The same way they select their wireless provider, the brand of gasoline they put in their car, or the radio station they tune into.

This freedom to choose is especially important if you subscribe to the view that telematics will offer a broad range of services.

According to the International Telecommunication Union, mobile handsets featuring broadband technology eventually will function as an all-in-one phone ... computer ... television ... pager ... videoconferencing center ... newspaper ... diary and even credit card.

One industry leader predicts such devices will become the single, indispensable "life tool," carried everywhere by the people who use them ... just like a wallet or a purse today.

That is precisely why open access is going to be so important ... and why consumers will need the latitude to choose the combination of services and applications that best meets their needs.

There is one final expectation that I would like to touch on: SAFETY.

All of us who have an interest in telematics must work collaboratively to ensure consumers can use the products safely, particularly when used in vehicles.

The "human/machine" interface is very critical. I'm referring to the dwell time for use of in-car telematic functions. Every effort must be made to ensure distractions are minimized.

So what do consumers want ? The answer is simple: EVERYTHING ! Safety, security, quality and the freedom to choose... when, where and how they want it ... in their home ... in their office ... and in their automobile.

We are on the threshold of a new world economy

- driven by extraordinary technology ...
- governed by policies many of you oversee ...
- and delivered by products and services others at this conference are divining in engineering and electronics labs.

As an industry, we are in an exciting place and time.

Let us be mindful of

- who's in charge...
- who will have the last word...
- who will determine if we are successful or not.

The answer has been ... and always will be ... the same.

The customer.

Thank you.

CERTIFICATE OF SERVICE

I, Patricia A. Green, do hereby certify that on the 10th day of January, 2001, I forwarded to the parties listed below a copy of the foregoing Reply Comments of the American Automobile Association, by hand delivery, unless otherwise indicated:

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